

THE CONSTITUTION of THE OHIO ACADEMY OF SCIENCE

Last amended April 5, 1997

ARTICLE I—NAME

This organization shall be known as The Ohio Academy of Science.

ARTICLE II—GOALS

THE OHIO ACADEMY OF SCIENCE SHALL:

1. Stimulate interest in science
2. Promote quality scientific research;
3. Improve instruction;
4. Disseminate knowledge;
5. Encourage interaction and collaboration and;
6. Recognize high achievement in Education, Science, Engineering, Technology, or their Applications.

ARTICLE III—MEMBERSHIP

1. Classification:

A. Individual Members:

Members shall be persons interested in education, science, engineering, technology, or education. The Executive Committee may prescribe more detailed classes of Members.

B. Corporation, Institution, or Organization Members:

Corporation, Institution, or Organization Members shall be corporations, institutions, or organizations which are interested in science, engineering, technology, education and their applications and in the support of the Academy. Each corporation, institution, or organization may designate one representative who shall have voting privileges in the Academy.

C. Honorary Life Members:

- (1) Honorary Life Members shall be active Members of long standing who have rendered distinguished service to the Academy.
- (2) Nomination of Honorary Life Members shall be by the Executive Committee.
- (3) The Board of Trustees shall vote upon the nominations. A three-fourths favorable vote shall be necessary for election.
- (4) Honorary Life Members shall be entitled to all rights and privileges of Members and shall be exempt from payment of dues.
- (5) The number of Honorary Life Members shall not exceed one percent of the paid membership.

D. Fellows:

- (1) Fellows shall have rendered some special service to The Ohio Academy of Science or shall have made extensive, productive scientific, technological or educational contributions to society.
- (2) Prior to nomination, Fellows shall be Members and, if elected, shall be considered as Fellows as long as they maintain membership.

E. Patrons:

- (1) Patrons shall be persons, corporations, institutions, or organizations who have given unusual assistance or aid to the Academy.

- (2) Nomination of Patrons shall be by the Executive Committee upon recommendation of the Chief Executive Officer or President.

- (3) For election to the status of Patron, the Board of Trustees must approve the nomination by three-fourths favorable vote of Members present.

- (4) Patrons shall be entitled to all rights and privileges of Members and at the discretion of the Executive Committee may be exempt from payment of dues.

2. Eligible Voters:

All paid Members are eligible to vote at the Annual Business Meeting and in all elections.

3. Members of the Academy Board of Trustees and members of all Councils, Committees, and Task Forces under the auspices of the Academy are expected to be members of The Ohio Academy of Science.

4. It is expected that members of the Board of Trustees and members of all Councils, Committees, and Task Forces under the auspices of the Academy will attend all meetings. If a member fails to meet minimum attendance of one half of the meetings within a calendar year, his or her position will become vacant and may be filled by appointment by the Board of Trustees. At the discretion of the President and Chairperson of the Board of Trustees, imposition of this rule may be waived in cases of extenuating circumstances.

ARTICLE IV—OFFICERS

1. President/Chairperson of the Board of Trustees:

- A. Qualifications: The President /Chairperson of the Board of Trustees shall be a Member of long standing and a Fellow and shall have rendered signal service to the Academy, and who has achieved a recognized position in a field of scientific, engineering, technological, or educational endeavor.

- B. Duties: The President /Board Chairperson shall discharge the duties of a presiding officer at the Executive Committee meetings, Board of Trustees meetings, and all General Sessions of the Academy. The President /Board Chairperson shall keep constantly informed on the affairs of the Academy, its acts, and the acts of its officers. The President /Board Chairperson is authorized to name representatives of the Academy. The President /Board Chairperson shall cause the provisions of the *Constitution* and *By-Laws* to be faithfully executed. A Presidential address shall be given at the Annual Meeting of the Academy at the conclusion of the term of office. The President's address may be published in *The Ohio Journal of Science* after the Annual Meeting. This address shall be submitted and edited as any other manuscript submitted to the *Journal*.

- C. Term of Office: The President-elect shall succeed to the office of President /Chairperson of the Board of Trustees at the adjournment of the next Annual Meeting after election and shall serve as President /Chairperson of the Board of Trustees until the conclusion of the following Annual Meeting.

- D. Absence: The duties of the President /Chairperson of the Board of Trustees, in the event of resignation, absence, disability, or death, shall be assumed for the remainder of the unexpired term by the President-elect. Should the President-elect be unavailable, the Executive Committee shall appoint a properly qualified Fellow to serve for the remainder of the term.
2. President-Elect:
- A. Qualifications: The President-elect shall be a Member of long standing and a Fellow and shall have rendered signal service to the Academy, and who has achieved a recognized position in a field of scientific, technological, or educational endeavor.
- B. Duties: The President-elect shall be a member of the Board of Trustees and of the Executive Committee and may also serve *ex-officio* on any regular committee of the Academy. The President-elect shall attend meetings of the Executive Committee and have full voting privileges.
- C. Term of Office: The term of office as President-elect shall commence at the adjournment of the Annual Meeting. The President-elect shall become President /Chairperson of the Board of Trustees at the adjournment of the following Annual Meeting.
- D. Absence: The duties of the President-elect, in event of resignation, absence, disability, or death, shall be assumed for the remainder of the unexpired term by a properly qualified Fellow appointed by the Executive Committee.
3. Secretary:
- A. Qualifications: The Secretary shall be a Member of long standing who is familiar with the organization and activities of the Academy. The Secretary shall be a person known for the conscientious and faithful discharge of duties appropriate to this office.
- B. Duties:
- The Secretary shall:
- (1) be responsible for a complete list of the Members of the Academy with dates of their membership; the membership roster may be maintained on a current basis by the Academy Office; and
 - (2) keep the records of the proceedings of the Executive Committee, the Board of Trustees, and the Academy Annual Business meeting. The Secretary shall promptly prepare and forward minutes of the Executive Committee and Board of Trustees to Members of the Executive Committee.
- C. Term of Office: The term of office shall commence immediately upon election and shall be for three years. In order to provide continuity in the affairs of the Academy, the Secretary shall automatically continue to serve as a member of the Executive Committee and Board of Trustees for a term of one year. The terms of the Secretary and Treasurer shall not terminate in the same calendar year.
- D. Absence: The duties of the Secretary, in the event of resignation, absence, disability, or death, shall be assumed for the remainder of the unexpired term by a Member appointed by the President and approved by the Executive Committee.
4. Treasurer:
- A. Qualifications: The Treasurer shall be a Member of the Academy. This person shall be methodical, punctual, and a person of the highest integrity.
- B. Duties:
- The Treasurer or his/her designee shall:
- (1) collect all monies due the Academy.
 - (2) be custodian of all Academy monies and securities.
 - (3) keep an account of receipts and disbursements in detail, and balance these accounts as of the first of January of each year.
 - (4) with appropriate discretion, deposit monies in an appropriate financial institution in the name of "The Ohio Academy of Science, (Incorporated in the State of Ohio)."
 - (5) be a member of the Executive Committee and Board of Trustees and present reports regularly on the financial condition of the Academy.
 - (6) read a report at the Annual Meeting of the Board of Trustees outlining the progress, problems, and recommendations of the office, and thereupon shall deposit two copies of it with the Secretary.
 - (7) Chair the Finance Committee.
- C. Auditing: The Treasurer's accounts shall be audited as of the first of January of each year by an accountant appointed by the Executive Committee.
- D. Indebtedness: No debt shall be incurred on behalf of the Academy or its officers unless provision has been made for the expenditure either in the budget or by special action of the Executive Committee. Furthermore, any officer or other Member shall obtain written authorization from the Treasurer before contracting an obligation for the Academy. The Treasurer shall not authorize any such expenditure unless sufficient funds are or will be available for payment.
- E. Term of Office: The term of office shall commence on the first of July following the date of election and shall be for three years. Upon completion of the term, the Treasurer shall automatically continue to serve as a member of the Executive Committee and Board of Trustees for a term of one year. The terms of the Treasurer and the Secretary shall not terminate in the same calendar year.
- F. Absence: The duties of the Treasurer, in event of resignation, absence, disability, or death, shall be assumed for the remainder of the unexpired term by a member designated by the President and approved by the Executive Committee.
5. Editor of *The Ohio Journal of Science*:
- A. Qualifications: The Editor shall be a Member who is a scientist, engineer, technologist, or educator with a distinguished publication record and who has an interest in and knowledge of editing and publishing.
- B. Duties: The Editor shall:
- (1) Be a member of the Executive Committee, Board of Trustees, Finance Committee and the Publications Committee.
 - (2) Encourage submission of manuscripts for *The Ohio Journal of Science* and arrange for their peer review and, if they qualify, for their timely publication.
 - (3) Participate in the financial affairs of the *Journal*.
 - (4) Receive all manuscripts submitted to the *Journal*.
 - (5) Be responsible for ensuring that the *Journal* is published in a timely fashion, for maintaining a high quality of articles, and for securing peer review of manuscripts by competent referees.
- C. Term of Office: The Editor shall be appointed by the Executive Committee. In order to provide continuity in management of the *Journal*, the Editor shall serve a five-year term.

- D. Absence: The duties of Editor, in the event of resignation, absence, disability, or death, shall be assumed for the remainder of the unexpired term by a person designated by the President and approved by the Executive Committee.
6. Historian-Archivist:
- A. Qualifications: The Historian-Archivist shall be a Member of the Academy who has demonstrated interest in the history of science, engineering, technology, and education and the history of the Academy.
- B. Duties: The Historian-Archivist shall be responsible for the collection, preservation, and maintenance of historical records of the Academy. A summarization of statistical data in reference to Academy history shall be reported at the Annual Meeting. This report shall be included in an Annual Report of the Academy. On occasion, the Historian-Archivist should publish studies bearing upon the development and accomplishments of the Academy.
- C. Term of Office: The Historian-Archivist shall be appointed by the Executive Committee for a term of three years.
- D. Absence: The duties of the Historian-Archivist in the event of resignation, absence, disability, or death shall be assumed for the remainder of the unexpired term by a person designated by the President and approved by the Executive Committee.
- E. The Historian-Archivist shall be chairperson of the Necrology Committee.
- F. The archives of the Academy shall be maintained by The Ohio Historical Society.

ARTICLE V—BOARD OF TRUSTEES and COUNCILS

1. THE BOARD OF TRUSTEES:

- A. Membership: The Board of Trustees shall be composed of the President and Chairperson, President-elect, immediate Past President, Secretary, Treasurer, (when applicable, the outgoing Secretary or the outgoing Treasurer), Editor of *The Ohio Journal of Science*, Directors and Assistant Directors of all Councils, Chief Executive Officer (*ex-officio, non-voting*), Representatives to the American Association for the Advancement of Science, Representatives to the National Association of Academies of Science, Representative to the Executive Committee of the Ohio Biological Survey, Historian-Archivist, Twelve At-Large Positions, four each from Industry, Government, and Academia for two year staggered terms each, and the Chairpersons of all standing and temporary committees which report directly to the Board of Trustees. Elected members of the Board of Trustees shall include: President-Elect, President and Chairperson of the Board, Secretary, Treasurer and the twelve At-Large positions.
- B. Meetings:
- (1) The Board of Trustees shall meet at least quarterly, once at the Annual Meeting, and on three other dates during the year.
- (2) Special meetings of the Board of Trustees may be called by the President and Chairperson of the Board upon petition of at least three-fourths of the membership of the Executive Committee. If ten members of the Board of Trustees petition the President for a special meeting of Board of Trustees, the President shall call such a meeting no sooner than ten days and no longer than thirty days following receipt of the petition by registered mail.
- (3) Quorum: The members of the Board of Trustees

present shall constitute a quorum.

(4) Duties:

- (A) The Board of Trustees shall be the ultimate legislative body of The Ohio Academy of Science with power to make final decisions.
- (B) All Trustees, whether elected or appointed, shall be vested with fiduciary responsibilities. They shall discharge these responsibilities in good faith, in a manner that each Trustee reasonably believes to be in the interest of the corporation, and with the care an ordinary prudent person in a like position would exercise under similar circumstances.
- (C) In addition, the Board of Trustees shall be responsible for general stewardship including all corporate obligations; fund development; general policy making including review and ratification of actions of all Councils, Committees and deliberative bodies under the auspices of the Academy; developing a code of conduct including A Conflict of Interest Policy affecting members of the Board of Trustees and all deliberative bodies under the auspices of the Academy; strategic planning and setting of priorities; budget, financial, and program oversight; making appointments; and interaction with the Community.
- (D) In the absence of action by specific appointing authorities within all councils, committees and deliberative bodies under the auspices of the Academy, the Trustees shall have authority to make any and all appointments to facilitate the timely functioning of these groups.
- (5) Agenda: The agenda shall be prepared in consultation with the President and Chief Executive Officer.
- (6) Voting: All elected and appointed members of the Board of Trustees shall have voting privileges. A motion shall pass if a majority of those present vote favorably, except that motions to rescind actions of the Executive Committee or other Academy deliberative bodies shall require a two-thirds majority vote of those present.

2. THE SENIOR ACADEMY COUNCIL:

The Ohio Academy of Science shall maintain a Senior Academy Council as a means of promoting and developing scientific and scholarly activities in Ohio.

- A. Membership: The Senior Academy Council shall consist of a Director, Assistant Director, Secretary, and Division Coordinators who shall be Members and who shall be broadly representative of science, engineering, technology, and education in Ohio. The terms of office of each member shall be three years, with appointments staggered. Six additional Members shall be appointed, two each from industry, government and academia, to two year staggered terms. Each member shall be subject to an annual review by the Executive Committee. Members of this Council shall be appointed by the Executive Committee of The Ohio Academy of Science.
- B. Director: The Director shall be an Academy Member appointed by the Executive Committee of the Academy after consultation with the Senior Academy Council. The term of office shall be for three years. The Director of the Senior Academy Council shall be a member of the Executive Committee and of the Board of Trustees.
- C. Purpose and Goals:
- (1) The primary purpose of the Senior Academy Council is to develop and promote scientific and scholarly

activities in Ohio with regard to science, engineering, technology, and education.

- (2) The Senior Academy Council shall structure programs and other activities which promote science, engineering, technology, and education in Ohio.
- (3) The Senior Academy Council shall lead in planning and carrying out activities that encourage or result in productive interactions among scientific, engineering, technological, and educational fields and other activities which respond to needs of Academy Members in all the fields of interest.
- (4) Three-year plans, updated annually, shall be developed by the Senior Academy Council and submitted to the Executive Committee for approval.

D. Organization and Operation:

- (1) The Senior Academy Director shall appoint an Annual Meeting Director, unless this function is assumed by the Assistant Director. The Annual Meeting Director shall assist the Chief Executive Officer to develop and implement plans for the annual meeting in cooperation with the local host at the site of the annual meeting and in close cooperation with the Division Coordinators.
- (2) The Senior Academy Council shall meet at least three times annually, one meeting of which shall be devoted to the program evaluation, long-range planning, and goal setting of this Council.

3. THE JUNIOR ACADEMY COUNCIL:

- A. Membership: The Junior Academy Council shall consist of a Director; Assistant Director; Secretary; two Councilpersons 1. A Host Institution representative and 2. A pre-college teacher for each district; the Director of State Science Day, the Chairperson of judging; Chairperson of Sponsored Awards; the Director of Science Day judges recognition and certification; the Director and Assistant Director of the Parent Advisory Council; The Director and Assistant Director of the Student Advisory Council; the Senior Academy Education Division Coordinator; and others as appointed by the Director of the Junior Academy. All members of the Junior Academy Council shall be approved by the Executive Committee. The Junior Academy Assistant Director shall be appointed by the Executive Committee of the Academy after consultation with the Junior Academy Council. The term of office for the Assistant Director shall be for three years, subject to annual approval by the Executive Committee. The Assistant Director shall act as Director in the Director's absence. The Junior Academy Secretary shall be appointed by the Junior Academy Director for a term of two years. The Secretary shall prepare the minutes of the Junior Academy Council Meetings. The terms of the Director and Assistant Director shall not terminate in the same calendar year. The Director or Assistant Director shall not serve concurrently as a district councilperson. In the event that a voting district councilperson cannot attend a meeting, then an alternate selected by that district's council, designated in writing, may attend and shall be considered a voting member.
- B. Director: The Director shall be an Academy Member appointed by the Executive Committee of the Academy after consultation with the Junior Academy Council. The term of office shall be for three years, subject to annual approval by the Executive Committee. The Director of the Junior Academy Council shall be a member of the Executive Committee and the Board of Trustees.

C. Purpose and Goals:

The Academy shall maintain a Junior Academy Council

as a means of discovering and fostering ability and interest in science and mathematics among students in grades 5-12.

D. Organization and Operation:

- (1) The Junior Academy Council shall be the responsible planning and administrative body of the Junior Academy.
- (2) The Junior Academy Council shall develop guidelines and otherwise perfect the organization of the council.
- (3) The Junior Academy council guidelines and amendments to it shall be approved by the Board of Trustees of The Ohio Academy of Science.

4. THE INDUSTRIAL AND BUSINESS COUNCIL:

- A. Membership: The Ohio Industrial and Business Council shall consist of Members who are committed to the promotion and advancement of science, engineering, technology, education and their applications. Members of this Council shall be appointed by the Executive Committee of The Ohio Academy of Science.
- B. Director: The Director of the Ohio Industrial and Business Council shall be appointed by the Executive Committee for a three year term and shall be a member of the Executive Committee and of the Board of Trustees.
- C. Purpose and Goals:
 - (1) To facilitate linkages among government, industry, business, education, and the Academy.
 - (2) To facilitate continuing science, engineering, and technology education.
 - (3) To address the needs of industrial and business scientists, engineers, and technologists.
 - (4) Additional goals of the Ohio Industrial and Business Council shall be established periodically.
- D. Organization and Operation:
 - (1) Industrial and Business Forums shall be established on a regional basis.
 - (2) Each regional forum shall establish an Operations Committee consisting of a minimum of three persons. The chairperson of this Committee shall represent the region on the statewide The Ohio Academy of Science Industrial and Business Council.
 - (3) Each regional forum shall establish goals and activities to meet the needs of the region.

5. THE PAST PRESIDENTS COUNCIL:

- A. Membership: The Council of Past Presidents shall consist of all past Presidents of the Academy.
- B. Director: The immediate Past President shall be the chairperson of this Council and shall be a member of the Executive Committee and of the Board of Trustees.
- C. Purpose and Goals: To providing guidance and assistance to the Academy.
- D. Organization & Operation: The Council shall meet at the call of the President.

6. THE DEVELOPMENT COUNCIL:

- A. Membership: the Development Council shall consist of Director, Assistant Director, Secretary; Members of the Academy who have expertise and/or interest in seeking financial support for the Academy; and The President, Treasurer, professional Development Officer and Chief Executive Officer of the Academy all of whom shall serve as *ex-officio, non-voting* members of the Development Council. The Development Council shall select its own

members to be approved by the Executive Committee. The Secretary shall prepare minutes of the Development Council and fulfill other duties as assigned by the Development Council. Terms of office for the Director, Assistant Director and Secretary shall be for one year renewable for a total of three years. The Professional Development Officer will attend all meetings of the Development Council, Executive Committee, and the Board of Trustees as an *Ex-Officio, Non-Voting* member. The Academy's Treasurer, and Chief Executive Officer will provide the Development Council with reports on income and expenditures consistent with the needs of the Council and Donors.

B. Director: the Development Council Director shall be an Academy Member and shall be recommended by the members of the Development Council and be appointed by the Board of Trustees. The Director of the Development Council shall be a member of the Executive Committee and the Board of Trustees. The Assistant Director shall act in the absence of the Director and fulfill other duties as assigned by the Development Council.

C. Purpose and Goals: The purpose of the Development Council is to develop financial support for The Ohio Academy of Science by 1. Identifying, 2. Qualifying, 3. Cultivating, 4. Soliciting, and 5. Recognizing donors.

(1) Governing document: the Development Council shall prepare a governing document to be approved by the Executive Committee and Board of Trustees of the Academy. The document shall include, but not be limited to, the following items:

(A) Gift management policy: a gift management policy with clear guidelines for the receipt, deposit, recording, and expenditure of the funds consistent with the wishes of the donor will be developed. This document will also cover the management of funds donated in excess of the required budget and the use of income generated from such overages. It will further establish guidelines for the refusal of gifts that are not appropriate for the organization; or proposed gifts when the Academy cannot fulfill the wishes of the donor. Non-cash gifts such as stocks, real estate, art and other items will also be dealt with in the policy. All fund raising and gift management of the Development Council and the Academy will be consistent with the standards of the better business bureau, the code of ethics of the National Society of Fund Raising Executives and all Ohio and Federal statutes.

(B) Staffing plan: the staffing plan will define the skills and qualifications required of the paid or contract agent(s) serving as the professional development officer and any support staff. It will contain job descriptions with clear expectations.

(C) Budget: the budget will identify the source and process to raise or allocate start-up funds to cover staffing costs, equipment, fund raising supplies, and materials.

(D) Fund management: each contribution collected shall be solely in the name of The Ohio Academy of Science. Not later than two business days after receipt of each contribution the entire amount of the contribution shall be deposited initially in an account at a bank or other Federally insured financial institution; the account shall be in the name of The Ohio Academy of Science. The Ohio Academy of Science shall have sole control of all withdrawals from the account. Only authorized individuals, whose names are on file

with the financial institution, will be given the authority to withdraw any deposited funds from the account. All expenditures must clearly be in compliance with the donor's intent. When compliance is not clear the Director of the Development Council reserves the right to confer with the officers of The Ohio Academy of Science for approval.

(E) Recruitment plan: the recruitment plan for Development Council members will be developed in order to find the right people with the interest and willingness to serve on the Development Council and to solicit funds on behalf of the Academy. It will contain a job description with clear expectations and a succession plan to insure long-term stability of the development efforts.

(F) Table of organization: the table of organization will establish standing committees of the Development Council. At the discretion of the Development Council additional committees may be established.

(G) Donor profile system: the donor profile system database will consist of a giving history to the Academy, donor interests, donor giving policies or preference, donor linkage to the Academy and other pertinent information for appropriate cultivation, solicitation and recognition of individuals, corporations, foundations, organizations and government entities.

(2) Three year plan: a three year plan, updated annually, shall be developed by the Development Council and submitted to the Board of Trustees for approval. The plan will be specific to the fund raising activities required to meet the budgets for each approved activity of the Academy.

(3) Feasibility review: a funding feasibility review will be conducted by the Development Council prior to the final approval of the Board of Trustees of a final plan, program, project, or the program or project budget. The Development Council will be presented with an outline of the proposed activity and the anticipated costs and will recommend to the Board of Trustees the viability of funding of the project through the Development Council activities.

D. Organization and Operation: a minimum of two regular meetings shall be held annually. Committee and other Development Council meetings shall be held as needed.

7. PARENT ADVISORY COUNCIL:

A. Membership: The Parent Advisory Council shall consist of members of the Academy who are committed to the promotion and advancement of science, engineering, technology, education, and their applications. Members of this Council shall be appointed by the Executive Committee of The Ohio Academy of Science.

B. Director: The Director of the Parent Advisory Council shall be appointed by the Executive Committee for a three year term and shall be a member of the Executive Committee and of the Board of Trustees.

C. Purpose and Goals:

- (1) To facilitate linkages among parents who are interested in the improvement of education.
- (2) To provide a forum for parents to exchange information about educational opportunities.
- (3) To provide the Academy with advice on educational policy and program needs.
- (4) To establish and enhance the Academy's visibility in the local community.

D. Organization and Operation:

- (1) The Parent Advisory Council shall be organized on a regional basis.
- (2) Each region shall establish a Leadership Committee consisting of a minimum of five persons. The Chairperson of this Committee shall represent the region on the Statewide Council.
- (3) Each Regional Leadership Committee shall establish goals and activities to meet the needs of parents.
- (4) The State Level Council shall include the Director, Assistant Director, Secretary, Chair and Assistant Chair of each region.
- (5) The Parent Advisory Council shall meet at least twice each year.

8. Student Advisory Council:

A. Membership: The Student Advisory Council shall consist of student members (Grades 5 through the Doctoral level) of the Academy. Members of this Council shall be appointed by the Executive Committee of The Ohio Academy of Science.

B. Director: The Director of the Student Advisory Council shall be appointed by the Executive Committee for a three year term and shall be a member of the Executive Committee and of the Board of Trustees.

C. Purpose and Goals:

- (1) To facilitate linkage and communication among and between students throughout all educational levels.
- (2) To inform students of educational and career opportunities.
- (3) To advise the Academy on the needs and interests of students.
- (4) To establish and enhance the Academy's visibility at the local level.

D. Organization and Operation:

- (1) The Student Advisory Council leadership shall include the Director, Assistant Director, and Secretary.
- (2) The Student Advisory Council shall meet at least twice each year.

ARTICLE VI—COMMITTEES

The Board of Trustees shall create and maintain the following committees: Executive Committee, Publications Committee, Research Grants Committee, Necrology Committee, Membership Committee, Nominations and Board Development Committee, Fellowship Committee, Personnel Committee, Finance Committee, and Marketing and Communications Committee.

1. EXECUTIVE COMMITTEE:

A. Membership: All members of the Executive Committee shall be Members of the Academy. The membership of the Executive Committee shall consist of the President, President-Elect, Secretary, Treasurer, Editor of *The Ohio Journal of Science*, and Directors of all Councils.

B. Chairperson: The President shall be the Chairperson of the Executive Committee. In the absence of the President, the Executive Committee shall be chaired by the President-Elect.

C. Duties:

- (1) New business shall be brought to the attention of the Executive Committee before being presented to the Board of Trustees. The Executive Committee shall report all substantive action to the Board of Trustees.

- (2) The Executive Committee shall be the legislative body of the Academy in intervals between meetings of the Board of Trustees. The Executive Committee shall report to the Board of Trustees the actions taken since the previous Board of Trustees meeting. Substantive policy decisions can be reversed by a two-thirds vote of Board members present.
- (3) The Executive Committee shall have power to fill any vacancies between meetings of the Board of Trustees, except as provided for elsewhere in this *Constitution*.
- (4) The Executive Committee shall select a candidate for each office to be filled. The Nominating and Board Development Committee shall submit nominations to the Executive Committee.
- (5) The Executive Committee shall receive, initiate, and approve all Academy resolutions.

D. Procedures:

- (1) Notice of the meeting having been duly given, a quorum shall consist of the members present.
- (2) A motion shall be passed if a majority of the Executive Committee members present vote favorably.
- (3) The Executive Committee shall meet at least twice a year. The President may call a special meeting by notifying all members of the Committee at least ten days in advance of the scheduled meeting. Upon petition of at least three members, the Executive Committee must be convened.

2. PUBLICATIONS COMMITTEE:

A. Membership: The Publications Committee shall consist of the Secretary, Treasurer, and the Editor of *The Ohio Journal of Science*.

B. Chairperson: The Secretary shall act as Chairperson.

C. Duties: Matters relating to Academy Publications, excepting programs, may be referred to the Publications Committee by the Board of Trustees. The Committee shall report recommendations for action to the Executive Committee.

3. RESEARCH GRANTS COMMITTEE:

A. Membership: The Research Grants Committee shall consist of three appointed Members of the Academy each serving for a term of three years. One Member shall be appointed each year.

B. Chairperson: The Chairperson shall ordinarily be the ranking member of the Committee in terms of service on the Committee.

C. Duties: The Research Grants Committee shall make awards to Members applying for grants-in-aid for research projects worthy of Academy support.

4. NECROLOGY COMMITTEE:

A. Membership: The Necrology Committee shall consist of one Member and one former Past President appointed by the Executive Committee and the Historian-Archivist. The term of office shall be a minimum of three years.

B. Chairperson: The Historian-Archivist shall be the Chairperson.

C. Duties: The Necrology Committee shall inform itself of deaths among Members of the Academy. It shall collect biographical data and write biographical sketches and obituaries to be deposited in the Archives of the Academy.

Obituaries up to one-half page in length may be published in *The Ohio Journal of Science*. The Committee shall annually prepare obituaries and biographical sketches of such Members. The next of kin of the deceased member shall receive a copy of the obituary.

5. MEMBERSHIP COMMITTEE:

A. Membership: The Membership Committee shall consist of at least three Executive Committee members appointed for three year staggered terms.

B. Chairperson: The President shall designate the Chairperson of the Membership Committee.

C. Duties: The Membership Committee shall plan and implement the annual membership campaign in conjunction with the Chief Executive Officer, the Directors of all Councils and site-based Membership Coordinators.

6. NOMINATIONS AND BOARD DEVELOPMENT COMMITTEE:

A. Membership: The Nominations and Board Development Committee shall consist of at least three members of the Executive Committee appointed by the President to function as a sub-committee.

B. Chairperson: The immediate Past President shall serve as chairperson.

C. Duties:

- (1) The Nominations and Board Development Committee shall issue a call for nominations from Academy Members for the position of President-Elect and for each position to be filled on the Board of Trustees and Executive Committee.
- (2) The Nominations and Board Development Committee shall recommend to the Executive Committee candidates for office who are committed to the Academy's Vision, Mission, and Goals and have qualifications best suited to the varied tasks of Governance including but not limited to: policy; personnel; stewardship and financing; fiduciary; legal; and planning.
- (3) Following approval by the Executive Committee, the slate shall consist of a minimum of three nominees for each position. The election shall be conducted by mail ballot.

7. FELLOWSHIP COMMITTEE:

A. Membership: The Fellowship Committee shall consist of the President, the immediate Past President, the President-Elect, and three Fellows, one appointed each year for a three-year term.

B. Chairperson: The President shall serve as Chairperson.

C. Duties: The Fellowship Committee shall follow the procedures established by the Board of Trustees for the nomination of Fellows and review those nominations submitted to it. From these nominations, the Committee shall submit a list to the Board of Trustees for their approval.

8. PERSONNEL COMMITTEE:

A. Membership: The Personnel Committee shall consist of the immediate Past President and two Members of the Academy appointed in alternate years by the President for two-year terms.

B. Chairperson: The immediate past President shall serve as Chairperson.

C. Duties:

- (1) All personnel matters, including establishment of personnel policies, shall be referred to this Committee for recommendation to the Executive Committee.
- (2) The Personnel Committee shall conduct an annual performance and salary review of the Chief Executive Officer of the Academy and report the results and recommendations to the Executive Committee for action.

9. FINANCE COMMITTEE:

A. Membership: The Finance Committee shall consist of the Treasurer, the President, the President-Elect, the Chief Executive Officer, Directors of all Councils, and the Editor of *The Ohio Journal of Science*.

B. Chairperson: The Treasurer shall be the Chairperson.

C. Duties:

- (1) Supervise the management of the investment portfolio of the Academy.
- (2) Assist the Treasurer by providing advice and counsel on financial matters.
- (3) Review the Annual Auditor's Report.
- (4) Provide consultation to the Treasurer and the Chief Executive Officer in preparation of the annual budget.
- (5) Recommend changes in the structure of the Academy dues and fees.

10. MARKETING AND COMMUNICATIONS COMMITTEE:

A. Membership: The Marketing and Communications Committee shall consist of a minimum of five Members who are broadly representative of the existing and potential markets of The Ohio Academy of Science.

B. Chairperson: The President shall designate the Chairperson of the Marketing and Communications Committee.

C. Duties:

- (1) To determine the needs of the scientific, engineering, technological, and educational community.
- (2) To suggest ways and means of meeting these needs.
- (3) To communicate to selected markets the values to be received from the products and services which can be provided by the Academy.
- (4) To file a report annually by September 1 with the Executive Committee outlining needs, suggesting the ways and means of meeting these needs and describing communication strategies for positioning the Academy to meet these needs.

11. TEMPORARY COMMITTEES, TASK FORCES, AND WORK GROUPS:

A. Membership: The President may appoint Temporary or Ad Hoc Committees, Task forces, and Work Groups as needs arise. These Groups shall serve one year, but may be reappointed annually.

B. Chairperson: The President shall designate the Chairperson of each Committee, Task Forces, and Work Groups.

C. Duties: The President shall specify duties for each Committee, in writing, to the Chairperson.

12. COMMITTEES OF COUNCILS

A. For purposes of planning and administration, Council Directors may appoint Committees, Task Forces, and Work Groups to carry out the work of Councils.

B. These Groups and appointments are subject to ratification by the Board of Trustees.

ARTICLE VII — PUBLICATIONS

1. OFFICIAL PUBLICATION:

The official publication of the Academy shall be *The Ohio Journal of Science*. The *Journal* shall publish peer-reviewed, refereed papers contributing original knowledge to science, engineering, technology, education and their applications.

2. SPECIAL PUBLICATIONS:

Special papers, books, proceedings, and other publications of The Ohio Academy of Science may be published from time to time as needs arise.

ARTICLE VIII — ANNUAL MEETING

1. TIME AND PLACE:

The specific time and place of the Annual Meeting shall be fixed by the Executive Committee in consultation with the Directors of the Councils and the Host Institution.

2. PRELIMINARY ANNOUNCEMENT:

A Preliminary Announcement of the Annual Meeting shall be mailed to all Members at least ninety days before the Annual Meeting.

3. LOCAL CHAIRPERSON:

A. Appointment: The Local Chairperson shall be appointed by the Executive Committee, acting upon suggestions from local Members and the Host Institution.

B. Duties: The Local Chairperson shall coordinate local preparations for the Academy Meetings and shall appoint necessary assistants and committees to arrange for details such as directional and informational signs, parking, housing, meals, the Annual Banquet, the toastmaster at the Banquet, on-site registration, meeting rooms, audio/visual and telecommunications aids, publicity, and space and facilities for exhibits.

4. PROGRAM:

Details of the meeting shall be arranged by the Program Editor. An Official Program shall be distributed to each Member preceding the Annual Meeting.

5. ANNUAL BUSINESS MEETING FOR THE MEMBERSHIP:

There shall be an Annual Business Meeting for the membership of the Academy during the Annual Meeting. The business session shall be conducted in accordance with the most recently published edition of "Robert's Rules of Order." The order of procedure shall be as follows:

A. A Call to Order by the President.

B. Reading of the Minutes.

C. Presentation of the report of the tellers of the election of officers and other positions.

D. Voting on any proposed amendments to the *Constitution* or *By-Laws*.

E. Business from the floor.

F. Adjournment.

6. QUORUM:

The Members present shall constitute a quorum for the transaction of business.

ARTICLE IX — NOMINATIONS and ELECTIONS

1. All elections shall be determined by plurality vote, and shall be by printed ballot mailed to members of record. No nominations shall be made from the floor at the Annual Business Meeting for Membership.

2. The ballot shall identify the names of the candidates in alphabetical order for each position. The name of each candidate may be followed by a brief statement of qualifications and biographical information in such form and content as shall be approved by the Executive Committee. The specific wording shall be approved by the nominee prior to issuing the ballot.

3. Three tellers for the election shall be appointed by the President of The Ohio Academy of Science. They shall tally the votes on the ballots and provide a written report of the results.

ARTICLE X — RULES OF ORDER

1. The Board of Trustees, all Councils, Committees and other deliberative bodies of The Ohio Academy of Science shall conduct their business according to the most recently published edition of "*Robert's Rules of Order*."

2. Unless discussion is requested, which may be facilitated by a conference call, any action which can be taken or authorized at a meeting of the Board of Trustees, Executive Committee or other deliberative bodies and committees may be taken or authorized without a meeting by approval of two-thirds of the members in office by telephone, fax, other electronic means, or by mail vote.

ARTICLE XI — AMENDMENTS

Amendments to the Constitution shall be made as follows:

A. A proposal initiated by the Executive Committee or a petition signed by ten or more Members, stating specifically a proposed amendment, shall be filed with the Secretary not less than sixty days before a Meeting of the Board of Trustees.

B. The Secretary shall send a copy of the proposed amendment to each member of the Board of Trustees preceding a Meeting of the Board.

C. Copies of the proposed amendment shall be distributed to the membership at least thirty days prior to the Meeting at which the amendment is to be considered.

D. The action of the Board of Trustees shall be presented to the Academy membership for its approval at its next Annual Business Meeting for Membership. A majority of those Members present and voting shall constitute approval.

BY-LAWS

CHAPTER I — FINANCE

1. FISCAL YEAR:

The fiscal year of the Academy shall be from January 1 through December 31.

2. BUDGET:

A. The Treasurer, in consultation with Academy Officers and Councils, Committees and other deliberative bodies shall prepare an annual budget of income and expenditures for the new fiscal year to be considered and approved by the Finance Committee for

recommendation to the Executive Committee and Board of Trustees.

- B. The Treasurer shall present the recommended budget to the Executive Committee.
 - C. The Executive Committee may amend the recommended budget and shall approve a budget for final adoption by the Board of Trustees. The Board of Trustees may amend the budget received from the Executive Committee.
 - D. The Treasurer is authorized to make only those expenditures provided for in the approved annual budget.
 - E. Emergency-deficit appropriations shall be authorized by the approval of a majority of the members of the Executive Committee present at a meeting. All such appropriations shall be reported to the Board of Trustees at its next meeting.
 - F. If no annual budget for the succeeding fiscal year has been approved by December 31st, the Executive Committee shall have authority to make temporary appropriations until an annual budget is approved. All such appropriations shall be reported to the Board of Trustees at its next meeting.
3. DUES:
 - A. Annual dues shall be as approved by the Executive Committee and the Board of Trustees.
 - B. Exemption from Payment of Dues: At the discretion of the Executive Committee Honorary Members and others may be exempt from payment of dues. Upon request, Members who have retired, and who have been members of the Academy for at least fifteen years may be designated Members Emeritus. Such Members Emeritus shall be relieved from the payment of dues and will not receive *The Ohio Journal of Science*.
 - C. Non-Payment of Dues: Non-payment of dues for the current year shall constitute a request for withdrawal of membership from the Academy.
 4. INVESTMENTS:
 - A. Authorization: The Treasurer shall invest, dispose of investments, and reinvest monies in consultation with the Finance Committee, unless specifically prohibited from doing so by the Executive Committee or the Board of Trustees.
 - B. Review: All investments shall be reviewed regularly by the Executive Committee.
 5. SPECIAL FUNDS:
 - A. The Endowment Fund is a permanently accumulating fund developed from various private and Academy sources. Only the income will be used for Academy operations.
 - B. As needed, additional special funds may be created by the Executive Committee.
 6. INVOICES AND VOUCHERS:
 - A. Every creditor of the Academy must present an itemized invoice to the Treasurer.
 - B. The Treasurer shall obtain verification that the goods or services have been received.
 - C. Before making payment, the Treasurer shall be satisfied that funds from which payment may be made have either been budgeted or authorized by special action of the Executive Committee.
 - D. All invoices shall be paid by check.
 - E. The date of payment and the check number shall be entered on each invoice paid.
 - F. Each invoice paid shall be retained as a voucher for use by the auditor.
 7. BOND OF TREASURER:

The Treasurer's surety bond shall be fixed and approved by the Executive Committee. The bond shall be sufficient to cover the maximum amount of monies and negotiable securities in custody.

CHAPTER II - PERSONNEL

1. EMPLOYEES:
 - A. The Executive Committee shall, as it deems necessary, employ persons to work for the Academy.
 - B. Conditions of tenure, salary, employment, duties, leave of absence, vacation and other matters pertaining to the employment and termination of employment of Academy-paid personnel shall be established and revised by the Executive Committee in the absence of specific instructions of the Board of Trustees.
2. CHIEF EXECUTIVE OFFICER:
 - A. The Chief Executive Officer (CEO) of The Ohio Academy of Science shall be selected and employed by the Executive Committee. The appointment will be recommended for approval to the Academy's Board of Trustees.
 - B. Within guidelines established by the Academy's *Constitution* and *Bylaws*, and by actions of the Academy's Executive Committee and/or the Board of Trustees, the CEO

shall lead in fostering science, engineering, technology, education, and their applications, as stated in the Vision, Mission, and Goals of the Academy. The CEO shall be responsible for general supervision of all Academy interests and functions. The CEO shall perform the duties of the office in consultation with the officers and duly appointed agents of the Academy's Councils, Committees and other deliberative bodies.

- C. Prior to each Annual Meeting, the CEO shall meet with the President-Elect to set priorities for the coming year. Recommended priorities shall be considered and approved by the Executive Committee. The President and CEO shall subsequently evaluate the priorities and report the Status of their achievement on a continuing basis to the Executive Committee and Board of Trustees.
- D. The CEO shall attend all meetings of the Executive Committee, Board of Trustees and the Academy Business Meeting for the membership. The CEO shall report on the status of the Academy at each of these meetings.
- E. The CEO shall be responsible to the Executive Committee for all aspects of the operation of The Ohio Academy of Science central office and shall direct the day-to-day operations of the Academy.
- F. The CEO, in consultation with the Academy President, shall serve as the liaison between the Academy and national, state, and local governmental bodies and offices.
- G. The CEO shall assist the Treasurer in preparation of the Academy budget in consultation with the Finance Committee and shall administer the budget after approval by the Executive Committee and the Board of Trustees.
- H. The CEO shall be responsible for planning, promoting, and directing the Annual Meeting of the Academy in consultation with the Directors of all Councils.
- I. The CEO shall facilitate and support the activities of all Councils in close cooperation with their Directors.
- J. The CEO shall have oversight responsibility for all research and publication activities of the Academy.
- K. The CEO shall be responsible for the pursuit, coordination and support of all externally funded projects and programs.
- L. The CEO shall coordinate marketing efforts, including development of a needs assessment, public relations, press liaison, and promotion activities.
- M. Additional duties and responsibilities may be assigned by the President and/or the Executive Committee.

CHAPTER III — ANNUAL MEETING BANQUET

1. The Annual Meeting Banquet shall be conducted in the following order:
 - A. Call to order by the Toastmaster.
 - B. Welcome from the Host Institution.
 - C. Response from the Academy.
 - D. Presentation of new officers by the Academy President.
 - E. Other awards and recognitions.
 - F. President's Address.
 - G. Transfer of gavel to the new President.

ARTICLE IV — INDEMNIFICATION AND INSURANCE

Section 01: Mandatory Indemnification.

The Ohio Academy of Science shall indemnify any officer or Board of Trustees member of The Ohio Academy of Science who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, proceeding, whether civil, criminal, administrative or investigative (including, without limitation, any action threatened or instituted by or in the right of The Ohio Academy of Science), by reason of the fact that s/he is or was a Board of Trustees member, officer, employee, agent or volunteer of The Ohio Academy of Science, or is or was serving at the request of The Ohio Academy of Science as a director, trustee, officer, employee, agent or volunteer of another corporation (domestic or foreign, nonprofit or for profit), partnership, joint venture, trust or other enterprise, against expenses (including, without limitation, attorneys' fees, filing fees, court reporters' fees and transcript costs), judgments, fines and amounts paid in settlement actually and reasonably incurred by her/him in connection with such action, suit or proceeding if s/he acted in good faith and in a manner s/he reasonably believed to be in or not opposed to the best interests of The Ohio Academy of Science, and with respect to any criminal action or proceeding, s/he had no reasonable cause to believe her/his conduct was unlawful. A person claiming indemnification under this section 01 shall be presumed, in respect of any act or omission giving rise to such claim for indemnification, to have acted in good faith and in a manner s/he reasonably believed to be in or not opposed to the best interests of The Ohio Academy

of Science, and with respect to any criminal matter, to have had no reasonable cause to believe her/his conduct was unlawful, and the termination of any action, suit or proceeding by judgment, order, settlement or conviction, or upon a plea of *nolo contendere* or its equivalent, shall not, of itself, rebut such presumption.

Section 02: Court-approved Indemnification.

Anything contained in these regulations or elsewhere to the contrary notwithstanding: a) The Ohio Academy of Science shall not indemnify any officer or Board of Trustees member of The Ohio Academy of Science who was a party to any completed action or suit instituted by or in the right of The Ohio Academy of Science to procure a judgment in its favor by reason of the fact that s/he is or was a Board of Trustees member, officer, employee, agent or volunteer of The Ohio Academy of Science, or is or was serving at the request of The Ohio Academy of Science as a director, trustee, officer, employee, agent or volunteer of another corporation, (domestic or foreign, nonprofit or for profit), partnership, joint venture, trust or other enterprise, in respect of any claim, issue or matter asserted in such action or suit as to which s/he shall have been adjudged to be liable for acting with reckless disregard for the best interests of The Ohio Academy of Science or misconduct (other than negligence) in the performance of her/his duty to The Ohio Academy of Science unless and only to the extent that the court of common pleas of Franklin County, Ohio or the court in which such action or suit was brought shall determine upon application that, despite such adjudication of liability, and in view of all the circumstances of the case, s/he is fairly and reasonably entitled to such indemnity as such court of common pleas or such other court shall deem proper; and (b) The Ohio Academy of Science shall promptly make any such unpaid indemnification as is determined by a court to be proper as contemplated by this section 02.

Section 03: Indemnification for Expenses.

Anything contained in these regulations or elsewhere to the contrary notwithstanding, to the extent that an officer or Board of Trustees member of The Ohio Academy of Science has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in section 01, or in defense of any claim, issue or matter therein, s/he shall be promptly indemnified by The Ohio Academy of Science against expenses (including, without limitation, attorneys' fees, filing fees, court reporters' fees and transcript costs) actually and reasonably incurred by her/him in connection therewith.

Section 04: Determination Required.

Any indemnification required under section 01 and not precluded under section 02 shall be made by The Ohio Academy of Science only upon a determination that such indemnification of the officer or Board of Trustees member is proper in the circumstances because s/he has met the applicable standard of conduct set forth in section 01. Such determination may be made only (a) by a majority vote of a quorum consisting of Board of Trustees members of The Ohio Academy of Science who were not and are not parties to, or threatened with, any such action, suit or proceeding, or (b) if such a quorum is not obtainable or if a majority of a quorum of disinterested Board of Trustees members so directs, in a written opinion by independent legal counsel other than an attorney, or a firm having associated with it an attorney, who has been retained by or who has performed service for The Ohio Academy of Science, or any person to be indemnified, within the past five years, or (c) by the members, or (d) by the court of common pleas of Franklin County, Ohio or (if The Ohio Academy of Science is a party thereto) the court in which such action, suit or proceeding was brought, if any; any such determination may be made by the court under division (d) of this section 04 at any time (including, without limitation, any time before, during or after the time when any such determination may be requested of, be under consideration by or have been denied or disregarded by the disinterested Board of Trustees members under division (a) or by independent legal counsel under division (b) or by the members under division (c) of this section 04); and no failure for any reason to make any such determination, and no decision for any reason to deny any such determination, by the disinterested Board of Trustees members under division (a) or by independent legal counsel under division (b) or by members under division (c) of this section 04 shall be evidence in rebuttal of the presumption recited in section 01. Any determination made by the disinterested Board of Trustees members under division (a) or by independent legal counsel under division (b) of this section 04 to make indemnification in respect of any claim, issue or matter asserted in an action or suit threatened or brought by or in the right of The Ohio Academy of Science shall be promptly communicated to the person who threatened or brought such action or suit, and within ten (10) days after receipt of such notification such person shall have the right to petition the court of common pleas of Franklin County, Ohio or the court in which such action or suit was brought, if any, to review the reasonableness of such determination.

Section 05: Advances for Expenses.

Expenses (including, without limitation, attorneys' fees, filing fees, court reporters' fees and transcript costs) incurred in defending any action, suit or proceeding referred to in section 01 shall be paid by The Ohio Academy of Science in advance of the final disposition of such action, suit or proceeding to or on behalf of the officer or Board of Trustees member promptly as such expenses are incurred by her/him, but only if such officer or Board of Trustees member shall first agree, in writing, to repay all amounts so paid in respect of any claim, issue or other matter asserted in such action, suit or proceeding in defense of which s/he shall not have been successful on the merits or otherwise: (a) if it shall ultimately be determined as provided in section 04 that s/he is not entitled to be indemnified by The Ohio Academy of Science as provided under section 01; or (b) if, in respect of any claim, issue or other matter asserted by or in the right of The Ohio Academy of Science in such action or suit, s/he shall have been adjudged to be liable for acting with reckless disregard for the best interests of The Ohio Academy of Science or misconduct (other than negligence) in the performance of her/his duty to The Ohio Academy of Science, unless and only to the extent

that the court of common pleas of Franklin County, Ohio or the court in which such action or suit was brought shall determine upon application that, despite such adjudication of liability, and in view of all the circumstances, s/he is fairly and reasonably entitled to all or part of such indemnification.

Section 06: Article Four Not Exclusive.

The indemnification provided by this article four shall not be exclusive of, and shall be in addition to, any other rights to which any person seeking indemnification may be entitled under the articles or these regulations or any agreement, vote of members or disinterested Board of Trustees members, or otherwise, both as to action in her/his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an officer or Board of Trustees member of The Ohio Academy of Science and shall inure to the benefit of the heirs, executor, and administrators of such a person.

Section 07: Insurance.

The Ohio Academy of Science may purchase and maintain insurance or furnish similar protection, including but not limited to trust funds, letters of credit, or self-insurance, on behalf of any person who is or was a Board of Trustees member, officer, employee, agent or volunteer of The Ohio Academy of Science, or is or was serving at the request of The Ohio Academy of Science as a director, trustee, officer, employee, agent or volunteer of another corporation (domestic or foreign, nonprofit or for profit), partnership, joint venture, trust or other enterprise, against any liability asserted against her/him and incurred by her/him in any such capacity, or arising out of her/his status as such, whether or not The Ohio Academy of Science would have the obligation or the power to indemnify her/him against such liability under the provisions of this article four. Insurance may be purchased from or maintained with a person in which The Ohio Academy of Science has a financial interest.

Section 08: Certain Definitions.

For purposes of this article IV, and as examples and not by way of limitation: (a) a person claiming indemnification under this article IV shall be deemed to have been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in section 01, or in defense of any claim, issue or other matter therein, if such action, suit or proceeding shall be terminated as to such person, with or without prejudice, without the entry of a judgment or order against her/him, without a conviction of her/him, without the imposition of a fine upon her/him and without her/his payment or agreement to pay any amount in settlement thereof (whether or not any such termination is based upon a judicial or other determination of the lack of merit of the claims made against her/him or otherwise results in a vindication of her/him); (b) references to an "other enterprise" shall include employee benefit plans; references to a "fine" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to "serving at the request of The Ohio Academy of Science" shall include any service as a Board of Trustees member, officer, employee, agent or volunteer of The Ohio Academy of Science which imposes duties on, or involves services by, such Board of Trustees member, officer, employee, agent or volunteer with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner s/he reasonably believed to be in the best interests of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner "not opposed to the best interests of The Ohio Academy of Science" within the meaning of that term as used in this article IV; (c) the term "volunteer" shall mean a Board of Trustees member, officer or agent of The Ohio Academy of Science, or another person associated with The Ohio Academy of Science, who (i) performs services for or on behalf of, and under the authority or auspices of, The Ohio Academy of Science, and (ii) does not receive compensation, either directly or indirectly, for performing those services. Compensation does not include (i) actual and necessary expenses that are incurred by the volunteer in connection with the services performed for The Ohio Academy of Science and that are reimbursed to the volunteer or otherwise paid; (ii) insurance premiums paid on behalf of the volunteer and amounts paid, advanced or reimbursed pursuant to this article IV, section 1702.12 (e) of the Ohio revised code or any indemnification agreement, resolution or similar arrangement; or (iii) modest perquisites.

Section 09: Venue.

Any action, suit or proceeding to determine a claim for indemnification under this article IV may be maintained by the person claiming such indemnification, or by The Ohio Academy of Science, in the court of common pleas of Franklin County, Ohio. The Ohio Academy of Science and (by claiming such indemnification) each such person consent to the exercise of jurisdiction over its or her/his person by the court of common pleas of Franklin County, Ohio in any such action, suit or proceeding.

CHAPTER V — AMENDMENTS

These By-Laws may be amended by either of the following methods:

- A. By the same procedure as that stipulated for amendment of the *Constitution*.
- B. By approval of amendments by the Executive Committee and the Board of Trustees, such amendments become effective immediately.

Approved by members on April 5, 1997.
Last Amended April 5, 1997.

The Ohio Journal of Science

Author's Instructions for Preparation of Manuscripts

The Ohio Journal of Science considers for publication **solicited Book Reviews** and **Research Reviews**, and **unsolicited Brief Notes** and **Research Reports**. Solicited submissions will be requested by the editor or member of the editorial board. Book reviews will be requested of experts in the subject matter of the book to be reviewed. Research Reviews will be requested to serve as extensive surveys of the literature of an area of science in which Academy members have an interest.

Unsolicited submissions, in the form of presentations of quantitative or qualitative data pertinent to any of the sections of the Academy listed inside the front cover, will be considered for peer review. Brief notes are manuscripts that are less than 2 printed pages (approximately 6 typed pages) and contain no more than one table, figure or other type of illustration. The editor will identify papers which meet these criteria as Brief Notes if not already categorized as such by the author. Research Reports are those papers which are longer than 2 pages or contain more than one illustration.

All manuscripts will be organized as follows:

- Page 1 – Title, Author(s), Running Head, Abstract
- Page 2 and remainder – Introduction, Materials and Methods, Results, Discussion, Acknowledgments, Literature Cited, Tables, Figure Legends, Figures.

STYLE. The CBE Manual for Authors, Editors, and Publishers, 6th ed. is used for editorial decisions with regard to style. Manuscripts should be typewritten using 1 inch margins on 8.5 x 11 inch paper. Text should be left-justified using elite print (twelve characters per inch). Three copies should be submitted. Manuscript should be double-spaced throughout, including the title and abstract. Arabic numerals should be used in preference to words when the number designates anything that can be counted or measured (7 samples, 43 species). One exception to this use is that numerals are not used to begin a sentence (Twenty-one species were found in . . .). The 2nd exception is when 2 numeric expressions are adjacent in a sentence. The number easiest to express in words should be spelled out and the other left in numeric form (The sections were divided into eight 4-acre plots.).

TITLE, AUTHOR(S), AFFILIATION(S). The first page of the manuscript should contain the title, author(s) name(s), the affiliation of the author(s) at the time the research was carried out, a shortened title (running head), and the abstract. The title must be typed in upper and lower case letters as it will appear when typeset. Name(s) of the author(s) should be typed in capital letters below the title. The address (department, institution, city, state, postal code, country if not USA) should appear below the name of the author(s). If more than one institution is to be credited, they should appear in the order of the authors' affiliation. A running head of not more than 38 letters and spaces should be typed in capital letters between the address and the abstract.

ABSTRACT. The abstract should summarize the main conclusions and any new methods or procedures critical to the results of the study. It should be 250 words or less.

INTRODUCTION. The introduction should describe the knowledge that gave rise to the question examined by, or the hypothesis posed for the research.

MATERIALS AND METHODS. This section should describe the research design, the methods and materials used in the research (subjects, their selection, equipment, laboratory or field procedures), and how the findings were analyzed.

RESULTS. The text of the results should be a descriptive narrative of the main findings, of the reported study. This section should not list tabulated data in text form. Reference to tables and figures included in this section should be made parenthetically in the text.

DISCUSSION. This section should compare and contrast the data collected in the presented study with that previously reported in the literature. Unless there are specific reasons to combine the two, as

explained by the author in the letter of transmittal, Results and Discussion should be two separate sections.

ACKNOWLEDGMENTS. Colleagues and/or sources of financial support to whom thanks are due for assistance rendered in completion of the research or preparation of the manuscript should be recognized in this section rather than in the body of the text.

LITERATURE CITED. References to scientific literature should be arranged alphabetically by first author's last name using the Name/Year (N-Y) method as described in the CBE Manual.

Journals

Author(s). Year. Article title. Journal title volume number (issue number): inclusive pages.

Thomison JB. 1988. Uniform requirements for manuscripts. South Med J 81(8):947-52.

Form of citation: (Thomison 1988)

Books

Author(s). Year. Title. Place of publication: publisher name. Number of pages.

Voet D, Voet JG. 1990. Biochemistry. New York: J Wiley. 1223 p.

Form of citation: (Voet and Voet 1990)

Multiple author citation: (Steiner and others 1992)

TABLES. Tables must be typed double-spaced, one table to a page, numbered consecutively, and placed in the manuscript after Literature Cited. Since tables must be individually typeset, consolidation of data into the smallest number of tables is encouraged. A horizontal double underline should be made beneath the title of the table, and single underlines should be made the width of the table below the column headings and at the bottom of the table. Do not use vertical lines, and do not place horizontal lines in the interior of the table. Footnotes should be used to clarify possible questions within the table, and should be noted by asterisks, daggers, or other symbols to avoid confusion with numerical data.

FIGURES. All illustrations are referred to as "Figures" and must be numbered consecutively. Figures may be photographs, hand-drawn or computer generated drawings in black ink. Each figure should be identified along the top edge with the name of the author(s) and figure number, and on the back with name of author(s) and manuscript title. Illustrations other than those generated by the author(s) must bear permission for use and credit to the originator. **ORIGINAL ARTWORK WILL NOT BE RETURNED UNLESS SPECIFICALLY REQUESTED AT TIME OF SUBMISSION.** Each figure must have a complete legend. The legend should not be placed on the figure, but should be typed in order, double-spaced, on a separate sheet which precedes the figures in the manuscript. Figures should be referred to parenthetically in the text, for example (Fig. 1). The size and proportion of each illustration should be suitable for reduction. Excessive white space should be avoided. Illustrations will be reduced to one column width (3 and 3/8 inches) or two column width (7 inches) at the discretion of the editor. Lettering should be done of a size to ensure that it can be read after reduction. On maps and other illustrations where original size is a concern, a graphic scale should be incorporated into the figure.

FOOTNOTES. Text footnotes should not be used with the following exceptions. A footnote to the title will be added editorially to state the dates of manuscript submission and revision. A footnote to name(s) of author(s) may be used to indicate present address different from that at which the research was done, or to indicate the author to whom inquiries should be directed. All other material or comments must be incorporated into the text. Literature Cited should not be inserted as footnotes. Footnotes to tables are permissible, and are encouraged to promote clarity.

Attention to the above instructions will minimize the need for revision and editorial correction, and will shorten the time from submission to publication. Any questions which are not answered by these instructions, or by consulting the **CBE Manual for Authors, Editors, and Publishers, 6th Edition**, should be addressed to the editor.
